EXXON CORPORATION

PROJECT XL PROPOSAL

for the

SHARON STEEL CORPORATION
FAIRMONT COKE WORKS SUPERFUND SITE

Fairmont, WV

September 10, 1998

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1.0 INTRODUCTION

On May 23, 1995 U.S. Environmental Protection Agency (USEPA) announced a set of actions providing regulated parties the flexibility to develop alternative strategies for replacing or modifying specific regulatory requirements on the condition that greater environmental benefits are achieved.[1] This program was designated as the Regulatory Reinvention (XL) Pilot Projects (i.e., Project XL). Through Project XL, USEPA sought to develop those ideas that introduced fundamentally different ways of providing environmental protection with the ultimate objective being the implementation of faster, cheaper and innovative environmental remedies.

The criteria, as defined by USEPA, used to evaluate a pilot project proposal are:

Superior environmental performance
Cost savings and paperwork reduction
Stakeholder support
Innovation/Multi-media pollution prevention
Transferability to other facilities
Feasibility (technical and administrative)
Monitoring, reporting and evaluation procedures
Shifting of risk burden

It is Exxon's policy to conduct its business in a manner that is compatible with the balanced environmental and economic needs of the communities in which it operates. Exxon is committed to continuous efforts to improve environmental performance throughout its activities. During the 1990's, considerable efforts and company resources have been dedicated towards the worldwide implementation of Exxon's Operations Integrity Management System (OIMS) and other programs focused on improving our environmental, health and safety performance. The following results demonstrate Exxon's performance in this regard.

Exxon's safety record ranks among the best of the best, with lost-time incidents 60 percent lower since 1989;

Its publicly reportable U.S. emissions of chemicals designated by the Superfund Amendments and Reauthorization Act (SARA) have declined over 50 percent since 1987;

Exxon is two years ahead of schedule in voluntarily reducing by 50 percent its U.S. emissions of 17 high-priority chemicals designated by EPA's 33/50 program;

Its chemical operations have cut emissions of volatile organic compounds over 50 percent worldwide since 1990;

Since 1990, Exxon's U.S. operations have reduced day-to-day hazardous waste disposal over 80 percent, and its worldwide chemical operations have achieved a 75 percent reduction;

Exxon refineries and chemical plants worldwide are over 35 percent more energy efficient today than in 1973, saving the equivalent of a billion barrels of oil - more than the annual oil consumption of most individual countries in the world; and

Exxon has established multi-disciplinary internal resources to handle its site remediation projects and actively conducts research in the field of remediation technologies. Exxon also participates in numerous industry/regulatory work groups and trade association groups to advance both the science and regulatory aspects of site remediations.

Consistent with these objectives and goals, Exxon respectfully submits this proposal for the site characterization and remediation of the Fairmont Coke Works Superfund Site under Project XL. The Exxon Company, U.S.A. Site Remediation organization, will manage this Project. Headquartered in New Jersey, this organization currently manages 77 site remediation projects throughout the U.S. Complimenting this effort, Exxon Research and Engineering Co. and Exxon Biomedical Sciences, Inc. staff are actively advancing site remediation technologies in the areas of characterization, risk assessment, analytical chemistry and quality assurance methods, and remedial options. Additionally, Exxon utilizes several research and technology organizations that provide state-of-the-art support to Exxon affiliates worldwide. Together, these groups bring a wealth of experience and resources to the Fairmont XL Project.

2.0 BACKGROUND: FAIRMONT COKE WORKS SUPERFUND SITE

The Sharon Steel Corporation - Fairmont Coke Works Superfund Site (Site) is located in Fairmont, Marion County, West Virginia. As illustrated in Figure 1, Fairmont, WV sits along the I-79 industrial corridor, approximately 20 miles south of Morgantown, WV and 20 miles north of Clarksburg, WV. The Site is one of the few large areas of flat, developable industrial land along I-79 in West Virginia. Sharon Steel ceased operations at the Site in 1979. The Fairmont Coke Works site is currently inactive.

The original 44.6 acres of the current Site was purchased by Domestic Coke Corporation (Domestic Coke) in 1918. Domestic Coke was a wholly owned subsidiary of Standard Oil of New Jersey, the corporate predecessor to Exxon Corporation. Domestic Coke conveyed the land the day after purchase to the U.S. Ordnance Department " . . . for the construction and/or operation of a sixty oven by-product coke plant for the making of toluol and other products." The Fairmont Coke Works site (Coke Plant) was built by the U.S. Department of War during 1918-1920. The land with improvements was then re-conveyed to Domestic Coke in 1920. As illustrated in Figure 2, Domestic Coke made other miscellaneous land purchases from 1919-1929 to bring the total acreage of the property to approximately 93 acres. The processing area was confined to approximately 50 acres within the center of the site. The rest of the Site consists of a wooded hillside, which descends to the Monongahela River. Domestic Coke operated the Coke Plant from 1920 to 1948.

Sharon Steel Corporation (Sharon Steel) purchased the property, Coke Plant and business from Domestic Coke in 1948. Sharon Steel operated the Coke Plant from 1948 to 1979. The Coke Plant was closed in 1979 following Sharon Steel's reported failure to comply with Clear Air Act / Clean Water Act regulations. Sharon Steel was liquidated under jurisdiction of bankruptcy court in 1991. As part of the liquidation, FAC, Inc., a subsidiary of Sharon Specialty Steel Corporation, became the owner of record. Green Bluff Development, Inc., a subsidiary of Exxon Corporation, has executed a Sales Agreement with FAC, Inc. to purchase the Site; the transaction was completed in June 1998.

Several environmental investigations have been conducted at the Site since operations ceased in 1979. An Environmental Reconnaissance Assessment was

performed by D'Appolonia Consultants of Pittsburgh, Pennsylvania in 1980 at the request of the Sharon Steel Corporation. The EPA Environmental Response Team (ERT) conducted a preliminary assessment and extent of contamination study in 1983.[2] In 1986, a RCRA Phase II Facility Assessment was conducted by A.T. Kearny, Inc. and the Earth Technology Corporation.[3] The EPA Region III Superfund Removal Branch conducted a sampling assessment at the site in 1990.[4] ERT conducted an additional site inspection in March 1994. The West Virginia Division of Environmental Protection (WVDEP) also conducted several assessments of the site since the plant closure. In February 1994, an Extent of Contamination (EOC) study was performed by the USEPA Region III to delineate the horizontal and vertical extent of contaminants within known source areas, to identify migration routes, potential receptors, and to provide sufficient data for developing appropriate response actions.[5] The Agency for Toxic Substances and Disease Registry (ATSDR) prepared a public health assessment of the Site in 1997.[6] In their assessment, it was concluded that the Fairmont Cole Works site did not present a current public health hazard.

The USEPA began evaluating the Site for inclusion on the National Priority List (NPL) in 1987. The Site was listed on the NPL on December 23, 1996. USEPA then began the process of looking for potentially responsible parties (PRPs) to perform various investigation and remediation tasks at this Site. Because of Sharon Steel's bankruptcy and Exxon's prior ownership, Exxon signed in September 1997 a Comprehensive Environmental Response, Compensation and Liability Act (CERCLA or "Superfund") Administrative Order on Consent with USEPA to conduct a Remedial Investigation/Feasibility Study (RI/FS Order), and Risk Assessment for the Site. Currently, Exxon is the only PRP with an RI/FS Order for this Site.

The more recent site inspections identified the physical hazards posed by several of the Site buildings. Exxon has prepared a plan for the demolition of these structures

over the course of three years. During the interim, all buildings will be secured to prevent unauthorized access. The demolition of the stack and adjacent conveyor, which pose the most serious physical hazard, was completed during the week of August 10, 1998. Demolition of other parts of the coal handling system will occur during the first year of Exxon's ownership of the Site. The coke batteries will be demolished during the second year, and the remaining buildings during the third year.

3.0 TRADITIONAL SUPERFUND APPROACH

Under the traditional Superfund approach, a Preliminary Assessment (PA) and Site Inspection (SI) would be the initial activities performed to review available data, formulate site sampling/data collection plans, and to identify preliminary remediation goals. A Remedial Investigation (RI) would follow in which the nature and extent of the contamination would be characterized. As part of the Remedial Investigation/Feasibility Study (RI/FS), a Risk Assessment (RA) would be performed using the data obtained in the RI to determine the potential baseline risk to appropriate receptors (human and environmental) posed by the existing contaminants at the site. A Feasibility Study (FS) would then be conducted to establish remedial action objectives, identify and screen remedial alternatives and to evaluate these alternatives in detail. Following selection of the remedy, a Record of Decision (ROD) would be issued outlining the environmental issues at the site and selected remedy. A Consent Decree (CD) is negotiated which stipulates the responsibilities of the Potentially Responsible Parties (PRP's) with regard to completing the work. Completion of the remedial design and implementation of the remedial action are the final stages of the Superfund process.

Remediation of Superfund sites has generally taken upwards of 8 to 12 years to

complete using this traditional administratively burdened approach. Characteristically, the ROD and CD stages of the Superfund are often lengthy processes to complete, even when consensus exists as to the environmental concerns associated with the site and the appropriate remedial alternatives.

4.0 PROJECT XL DESCRIPTION

4.1 Background

Exxon proposes an alternative, streamlined, cost-effective strategy for the investigation, risk assessment, remedy selection and remediation of the Sharon Steel Corporation - Fairmont Coke Works Superfund Site in Fairmont, WV. In support of these goals, it is recommended that the non-time critical removal action framework available under the Comprehensive Environmental Response, Compensation and Liability Act (CERCLA) and the National Oil and Hazardous Substances Pollution Contingency Plan (NCP) be used. CERCLA and the NCP define removal actions to include "the cleanup or removal of released hazardous substances from the environment, such actions as may necessarily be taken in the event of the threat of release of hazardous substances into the environment, such actions as may be necessary to monitor, assess, and evaluate the release or threat of release of hazardous substances, the disposal of removed material, or the taking of such other actions as may be necessary to prevent, minimize, or mitigate damage to the public health or welfare or to the environment, which may otherwise result from a release or threat of release." The USEPA has defined non-time critical removal actions as those requiring an action that can start later than 6 months after the determination that a response is necessary.

Non-time critical removal actions can be the appropriate response for a variety of

sites from small scale, low cost actions to complicated multi-media response actions. In addition, non-time critical removal actions may be interim or final actions. They may be the first and only action at a site, or one of a series of planned response actions.

4.2 Non-time Critical Removal Action Approach

4.2.1 Preliminary Assessment And Site Inspection

The process for conducting a removal action begins with a removal preliminary assessment (PA) and, if warranted, a removal site inspection (SI). In the PA, available information is reviewed to identify the source and nature of the release or threatened release and to assess the potential threat to public health, the magnitude of the threat and the factors necessary to determine the need for a removal action. If more information is needed, a removal SI is performed which could include on- and off-site inspection of conditions and sampling. To the extent possible, site characterization data are collected during the removal site evaluation (i.e., PA and SI), unless such data were obtained in prior investigations.

As discussed in Section 2.0, the environmental investigations conducted by Sharon Steel Corporation, the EPA Environmental Response Team, and the EPA Region III Superfund Removal Branch have provided a significant amount of data for characterizing the extent and nature of contamination at the Site. These investigations fulfill the objectives of the PA and SI assessments of the Site.

An Expanded Site Investigation (ESI) will be conducted to obtain additional data on the nature and extent of contamination potentially present in the process areas and landfills at the Site. Details of the studies to be performed are contained in an ESI Work Plan (ESIWP) which has been submitted and approved by the USEPA.[7] The ESIWP and

associated documents fulfill the requirements of the Remedial Investigation Work Plan submittal(s) under the RI/FS Order executed on September 17, 1997. The information obtained in the ESI will serve as the basis for determining the need for and selection of removal alternatives as part of the Engineering Evaluation/Cost Analysis (EE/CA) discussed in Section 4.2.3 below.

4.2.2 EE/CA Approval Memorandum

Once the removal site evaluation is completed and the need for a non-time critical removal action is supported, USEPA will prepare an EE/CA Approval Memorandum. This memorandum would document that the situation meets the NCP criteria for initiating a removal action and that the proposed action is non-time critical. It will summarize the information on the site background; potential threats to human health and/or the environment posed by contaminants at the site if no action is taken; enforcement activities related to the site; and projected costs. A site conceptual model will be developed to serve as a starting point for this analysis in which potential releases, potential areas of concern, potential chemicals of concern, possible exposure pathways and routes of contaminant transport are postulated.

The Approval Memorandum focuses on providing sufficient information to determine whether a threat or potential threat could exist, while the EE/CA will integrate the necessary data for determining if a threat or potential threat does actually exist.

4.2.3 EE/CA

Following issuance of the Approval Memorandum, an EE/CA will be conducted. The goals of the EE/CA are:

- To identify the objectives of the removal action(s). The objectives generally consist of environmental medium-specific goals for protecting human health and/or the environment
- To determine the scope of the removal action (e.g., total site cleanup, site stabilization, surface cleanup of contamination, etc.)
- To analyze the effectiveness, implementability and cost of the various alternatives in meeting the stated objectives

The scope of the non-time critical removal action will determine the detail of the EE/CA. The EE/CA contains only those data necessary to support the selection of a response alternative, and relies upon existing documentation whenever possible. Where the non-time critical removal action is one of a series of response actions, the EE/CA would be similar to a focused FS. As mentioned previously, an ESI will be conducted according to the approved ESIWP.

The available data on the physical, demographic and other characteristics of the site and surrounding areas will be summarized in the site characterization section of the EE/CA. Both historical and current information on the Site will be included. All previous removal actions conducted at the Site will also be summarized in this section, as well as descriptions of the source, nature and extent of contamination.

The risk evaluation conducted as part of the EE/CA will be intermediate in scope between the limited risk evaluation undertaken for emergency removal actions and the

conventional baseline assessment normally conducted for remedial actions. The objectives of this streamlined risk assessment are:

Identify chemicals of concern (COC's)

Provide an estimate of how and to what extent people might be exposed to the COC's

Assess the potential risk to human health and/or the environment associated with the COC's existing at the site, if any

Determine the necessity of a removal action

Define appropriate cleanup levels

Based on an analysis of the nature and extent of contamination, the results of the streamlined risk assessment, and the cleanup objectives, a limited number of removal action alternatives, if necessary, will be identified. The use of presumptive remedy guidance can provide an immediate focus to the discussion and selection of alternatives, speeding the process by limiting the universe of effective alternatives for the non-time critical removal action. The identified alternatives will be evaluated against the short- and long-term aspects of three broad criteria: effectiveness, implementability, and cost. Once the alternatives have been documented and assessed against these criteria, a comparative analysis will be conducted to identify the advantages and disadvantages of each alternative relative to one another. The removal action that best satisfies the evaluation criteria based on the comparative analysis will then be selected by EPA.

Exxon will prepare an EE/CA report summarizing (a) the site characterization data, (b) the identification of removal action objectives, (c) the identification and analysis of removal action alternatives, (d) the comparative analysis of the removal action alternatives, and (e) the recommended removal action alternative(s). Following USEPA

and WVDEP review and approval, this report will be submitted for public comment. The initiation of the public comment period will be advertised in local newspapers and will be for a period of no less than 30 days.

4.2.4 Action Memorandum

The Action Memorandum is the primary decision document which substantiates the need for a removal action, identifies the proposed action, and summarizes the rationale for the removal action selected. In this respect, the Action Memorandum for removal actions parallels the function of the Record of Decision (ROD). It is anticipated that a final ROD limited to any required remedial actions remaining after completion of the non-time critical removal action(s) will be issued.

4.2.5 Removal Actions

Various emergency removal actions have been conducted at the Site by the USEPA Region III Emergency Response Section in beginning in 1993.[5] Contamination and/or sources of potential contamination which posed an imminent threat to human health and/or the environment at that time were rectified during this removal action. In addition, information useful in discerning the nature and extent of contamination at the Site was obtained.

Implementation of any additional non-time critical removal action(s) required based on the findings of the EE/CA will occur following issuance of the Action Memorandum. Potential additional non-time critical removal actions relevant to the Fairmont Coke Works Superfund site could be:

Prevention or abatement of potential exposure of human receptors to contaminants in ground water and/or surface water

Actions to address potential contaminants in surficial soils that may migrate

Prevention or abatement of potential impacts to ecological receptors of concern

Stabilization of wastes in the landfill areas which may pose a threat of release

Stabilization or elimination of hazardous substances in drums, barrels, tanks or other storage containers/equipment within the site structures which may pose a threat of release

Demolition of site structures which pose a physical hazard

Removal of friable asbestos contained in building materials

4.2.6 Site Closeout And Post-Removal Site Controls

Upon completion of the removal action(s), closeout of the site including any post-removal site control(s) will be performed. As discussed in Section 6.0 below, suspension of the RI/FS Order will occur following issuance of an EE/CA Order. At the site closeout/post-removal site controls stage, it is envisioned that the RI/FS Order will be reinstated. A ROD will be developed based on the site conditions following completion of the non-time critical removal action(s). Efforts would be made to reach agreement on the terms of a Consent Decree for implementation of the remedial activities specified in the ROD. Following completion of any additional remedies specified in the ROD, closeout of the site will occur.

4.3 Community Relations

The involvement and support of parties that have a stake in the environmental impacts of the project are important factors in Project XL projects and a CERCLA requirement. In addition to the community relations requirements of the National Oil and Hazardous Substances Pollution Contingency Plan the following activities will be components of the community relations program:

Designate an Exxon Community Relations Spokesperson
Conduct community interviews
Prepare a Community Relations Plan (CRP)
Establish an information repository
Provide public notice of important events and the availability of documents/reports for review and comment
Establish a stakeholder advisory panel
Conduct regularly scheduled stakeholder meetings

5.0 PROJECT XL SELECTION CRITERIA

The Fairmont XL Project proposed by Exxon fulfills the eight XL criteria for project selection. The relationship of the Project to each of the XL criteria is discussed in detail in the following sections.

5.1 Superior Environmental Performance

A two tiered assessment of superior environmental performance has been established for Project XL by the USEPA. Tier 1 establishes an environmental performance benchmark for a XL project. This benchmark provides a reasonable

estimate of the impact to the environment absent Project XL, thus establishing a baseline against which the project's anticipated environmental performance can be compared. Tier 2 examines factors that are used to judge that a project will truly result in superior environmental performance.

5.1.1 Tier 1

If the traditional Superfund process is followed at the Fairmont Coke Works site, the environmental performance benchmark would be:

The average length of time to complete characterization and remediation of the Site is 8 to 10 years

The potential for migration of contaminants increases the longer it takes to identify and remediate on-site sources of contamination

If actual risks to human health and/or the environment currently exist, mitigation of such risks will take longer due to the longer period of time required for completion of the traditional Superfund process

Public involvement is generally limited to a review of and comment on the proposed remedial actions after the site assessment and risk assessment components have been completed

Demolition of site buildings and structures not generally required

Commercial re-development of the Site is not addressed

Administrative burden is significant, time-consuming and costly [e.g., preparation of ROD and Consent Decree (CD) negotiations]

Alternatives to the standard regulatory requirements are not explored

Given the mature nature of the Superfund Program, few, if any, approaches/procedures used in the performance of a traditional Superfund project are useful from the standpoint of transferability of new learning's

5.1.2 Tier 2

Tier 2 factors that are appropriate for application to the Fairmont Coke Works site are listed below. A summary of the degree to which the proposed XL Project for the Fairmont Coke Works site meets these various Tier 2 factors is provided in Table 1.

The increment by which the project exceeds the Tier 1 benchmarks outlined above

The extent to which the project produces a clear reduction of risk

The improvement of environmental conditions that are priorities to stakeholders

The extent to which the project substantially addresses community and public health priorities of concern to stakeholders

The consideration and integration of all input from all interested parties (regulatory, environmental interest groups, general public, etc.) through an active stakeholder process rather than a commentary mode

The extent to which improved and transferable approaches for the remediation of Superfund sites are examined and utilized

5.2 Cost Savings and Paperwork

The use of various technical and administrative aspects within CERCLA (i.e., ESI, EE/CA) will result in a reduction of time and paperwork, which in turn decreases project cost, USEPA and WVDEP oversight costs, and overall administrative burden. The amount of time necessary for review of documents will be significantly reduced by obtaining direct input from USEPA, the State and the community prior to finalizing a document; thus avoiding the preparation and review of numerous draft documents and providing an ultimate reduction in paperwork. This "team" approach being utilized by

Exxon at the Site should also result in a reduction in oversight costs and administrative burden, by involving the regulators and community in the decision making process prior to the submittal of documents.

The performance of an ESI will facilitate the initiation of any required non-time critical removal action(s) under the EE/CA process. This approach focuses on procedures aimed at obtaining only the data necessary to support the response alternative(s) for a given area(s). A significant reduction in paperwork and costs will also be achieved through the electronic submittal of data, and the up front planning discussion with regulators and the community. It is Exxon's overall goal to utilize the electronic submittal of documents to reduce paperwork and costs.

It is anticipated that the preparation of the ROD and CD negotiations will proceed more rapidly than under the traditional Superfund process. Legal cost associated with the ROD and CD negotiations will also be reduced.

The demolition of site structures proposed by Exxon in advance of the commercial re-development of the Site will ultimately result in cost savings to the City of Fairmont. Demolition of site structures is not a routine component of the Superfund process. Thus, the demolition of the buildings/structures during the remediation of the Site will allow an earlier return of this property to productive use, providing economic benefits to the area.

5.3 Stakeholder Involvement

Stakeholder involvement is considered essential for the success of this project. Exxon has committed considerable resources towards seeking out and obtaining the input and support of parties who have a stake in the environmental impacts of the project. Exxon has engaged and will continue to involve a wide range of stakeholders. Potential

direct participant stakeholders include: local environmental activists; educators; health care providers; emergency responders; local college students; homemakers and community volunteers; an agriculture representative; a small business owner; a senior citizen; a member of the clergy; a non-professional/hourly worker; a local elected official; a city representative; a representative for the Office of Congressman A. Mollohan; and the EPA and WVDEP regulatory agencies.

Exxon has considerable experience in the communications associated with environmental matters and stakeholder processes and will endeavor to conduct a highly effective communications program throughout this project. Exxon will share its experience with others to facilitate improvements in industry performance. For example, all pertinent documents associated with the proposed XL project (e.g., work plans, approaches and technologies used, etc.) will be available on the Internet (www.ProjectXL\xl_home.nsf).

5.3.1 Pre-Proposal Activities

A broad cross section of EPA groups has been involved in pre-proposal scoping, including personnel from both Headquarters and Region III. EPA Headquarters personnel have included representatives from: Office of Policy, Planning and Evaluation; Office of Site Remediation Enforcement; Office of Reinvention; Office of Emergency and Remedial Response; and Office of Solid Waste and Emergency Response. EPA Region III personnel involved include: Deputy Regional Administrator; Deputy Division Director; Remedial Branch Chief; Remedial Section Chief; Remedial Project Manager; Office of Regional Council; and representatives from the Community Involvement Section, Biological Technical Assistance Group (BTAG), Office of Analytical Support and Quality Assurance (OASQA), and the Superfund Technical Support Section. WVDEP has been represented through the Office of Environmental Remediation. Exxon

believes that obtaining early input from these groups within the regulatory agencies will also ensure the feasibility of this effort under Project XL.

On November 12, 1997, Exxon presented the proposed Fairmont XL Project concept to EPA Region III and Headquarters personnel, including the Deputy Regional Administrator of Region III, who indicated they would support development of the proposal. On January 28, 1998, Exxon presented an update on the development of the proposal, including the status of the stakeholder process already initiated by Exxon, to the same EPA Region III and Headquarters personnel mentioned above, who again endorsed the proposal idea (with the understanding that Exxon would be specific in its written proposal about the type of regulatory alternatives/efficiencies sought).

Exxon began formulating a stakeholder involvement process in December, 1997 to aid in development of the initial XL Proposal and for use in developing the Final Project Agreement (FPA). Exxon has retained the services of two West Virginia firms, Ann Green Communications, Inc. and McCabe-Henley Properties, LP to develop and facilitate the stakeholder involvement process for the Site. Exxon's stakeholder involvement process includes three elements consistent with Project XL guidelines:

(1) Conduct an Initial Community Assessment;
(2) Organize and implement the direct participant stakeholder panel; and
(3) Communicate with Commentors and the General Public as the Project progresses.

The issues of concern and opinions held by people in the community, especially community leaders and near neighbors of the site, were identified through a series of community interviews. Interviews were conducted by Ann Green Communications, Inc.

from January, 1998 through March, 1998. Fifteen community leaders and neighbors of the site were interviewed. The purpose of the interviews was to:

Identify key issues of concern pertaining to the idle Fairmont Coke Works;
Identify community needs;
Learn whether there are perceived environmental and/or health concerns related to the Site; and
Solicit nominations of individuals to be invited to participate in the direct participant stakeholder panel.

The completion of this first phase of the stakeholder involvement process is an indication of Exxon's commitment to an open process of communicating with stakeholders and to gaining their input. The "Report on Community Interviews and Recommendations for Panel Membership", which includes the questions used in the interview process, a list of interviewees, and a summary of findings, is included in Appendix I.

Exxon developed and completed a plan to reach stakeholders in the community for the purpose of establishing a direct participant stakeholder panel. The interviews from the Initial Community Assessment were used to develop a preliminary stakeholder group. A meeting between Exxon, USEPA and WVDEP was held on May 21, 1998 to discuss the composition of the preliminary stakeholder group, and to establish operating principles for the group. As a result of this meeting, a public availability session was hosted by the USEPA, WVDEP and Exxon in Fairmont on June 16, 1998 to disseminate information about the project to the community, answer questions, and to solicit public involvement as direct participants in the stakeholder panel. Following review and consideration of the community input obtained at this session, USEPA, WVDEP and

Exxon reached a mutual agreement on the direct participants for the stakeholder panel. The panel includes a cross-section of interests, including community, business, environmental and local government. The communication phase of Exxon's stakeholder involvement process will continue throughout the active project life.

Following announcements in the local news media, the first meeting of this stakeholder panel, designated the Fairmont Community Liaison Panel (FCLP), was held in Fairmont on June 30, 1998. The principal objective of this meeting was to formally announce the direct participants on the panel; review the objectives of the stakeholder panel; further orientate the panel members, commentors and the interested public; disseminate background information about the site; and discuss future activities. The minutes of this meeting, as well as the FCLP meeting of August 6, can be found in Appendix II.

All meetings of the Fairmont Community Liaison Panel will be open to the general public. Exxon's facilitation consultant, Ann Green Communications, Inc., will handle meeting logistics and facilitate all meetings. Initial input suggests that meetings will be held in the evening to encourage citizen attendance. It is likely the work group model used in other XL projects may be appropriate in this situation. A work group would be a smaller segment of the full panel, which is formed to address a specific issue. Minutes will be kept for each meeting of the full panel. Minutes of work group sessions will be kept only where necessary to report specific actions or conclusions. All full panel meeting minutes, as well as supporting technical documents, will be made available at the designated public repository, the Fairmont Public Library.

5.3.2 Proposal Development

Exxon has obtained significant input from members of the USEPA Region III, WVDEP and EPA headquarters in the preparation of this Project XL proposal. The input of the Fairmont community obtained during the public availability session and Fairmont Community Liaison Panel kickoff meeting has also been incorporated into this proposal. In particular, the desire of the Fairmont community to conduct this program in an expeditious fashion in order to return the Site to a economically productive use is a principle factor for the use of the Project XL approach at this Site.

5.3.3 Project Development

Exxon will use the Fairmont Community Liaison Panel as a resource in its preparation of the FPA to facilitate broad public comment on the Fairmont XL Project. Building on past XL projects, the Fairmont XL Project will use a four-phase model to develop the FPA. This process is designed to facilitate understanding by the stakeholders and provides the opportunity for the public and stakeholders (i.e., USEPA, WVDEP, Exxon) to craft the FPA incrementally, seeing its formation clearly over the four phases.

Phase One: Develop FPA Concepts

The first phase will be to review and develop with the Panel the essential concepts that will underlie the FPA.

Phase Two: Establish the FPA Elements

Once the basic concepts are established, the process will move most likely through a work group structure toward development of individual FPA elements. Each element will be crafted separately before being integrated in Phase Three.

Phase Three: Assembling the FPA

Phase Three is the integration of all the individual elements of the FPA into the first rough draft of the full FPA. This allows the Panel, and the public, to view the project elements as an entire package.

Phase Four: Preparing the Draft FPA

While a draft of the full FPA is prepared in Phase Three, it is a rough draft designed primarily to allow stakeholders to view the elements as an entire package. In Phase Four, the comprehensive FPA draft will be prepared.

5.4 Innovation/Multi-Media Pollution Prevention

Although the use of non-time critical removal actions at Superfund sites is not a new approach, it is still innovative due to the regulatory alternatives/efficiencies it affords. Such alternatives/efficiencies allow for the development and use of innovative strategies for achieving regulatory requirements during the characterization and remediation of the Site. In the case of the Fairmont Coke Works site, the non-time critical removal action approach and associated regulatory alternatives/efficiencies will result in a more rapid progression through the site characterization, remedy selection and remediation phases without compromising the technical aspects of the program. As a result, it is currently estimated that remediation of the Site could be completed within 50% of the time usually required for Superfund sites. This reduction in remediation time will result in a decreased time for the mitigation of any existing on-site sources of contamination, thus reducing the potential for any further cross-media contamination (e.g., contamination of ground water and/or surface water by soil contaminants).

Utilization of the additional regulatory alternatives currently applied to Superfund

sites by the USEPA Region III will also permit the development of innovative strategies, as needed.

5.5 Transferability

The Fairmont XL Project would be a pilot program for Exxon, the EPA and WVDEP to demonstrate concepts in the Superfund program that are currently being considered, developed, and/or implemented in other regulatory programs and jurisdictions. Once established, these demonstrated alternatives could be transferable, under certain circumstances, to other Superfund sites. Since this proposal will be one of the first, if not the first, Superfund site remediation project conducted under Project XL, it will provide significant insight into how future Superfund projects could be conducted within the Project XL framework.

The learning's obtained in the establishment and involvement of a stakeholder group (i.e., Fairmont Community Liaison Panel) in the overall decision making process and remediation of the Site will also be of value to other Superfund site remediations. The involvement of advisory groups in determining potential re-development options for the Site early in the remediation process will also provide additional learning's transferable to other Superfund sites.

5.6 Feasibility

The tasks proposed for the Expanded Site Investigation of the Site will utilize standard field and analytical technologies for this line of work. It is also anticipated that any remediation of the Site that is necessary will use presumptive remedies or other proven remedial technologies. Thus, performance of this project is technically feasible. Since non-time critical removal actions have been used previously at Superfund sites, the use of this approach for the Fairmont Coke Works site is administratively feasible. Due

to its position as one of the world's largest energy and petrochemical companies, Exxon has the capability, personnel and resources to conduct the program as proposed.

Other factors that make this project especially feasible are:

Progress of Exxon's stakeholder involvement process, including upfront work to facilitate early establishment of the Direct Participant Stakeholder Panel;

Existence of only one PRP with an AOC for this Site;

Exxon's financial, technical, and public relations resources;

Exxon's ownership/site control;

Desire on Exxon's, EPA's, and stakeholders' part to make this work as a demonstration project;

Experienced and competent Exxon Team, including its contractors; and

The desires of the community to quickly return the property to productive and beneficial economic use.

5.7 Monitoring, Reporting And Evaluation

The Final Project Agreement will include specific monitoring, reporting and evaluation criteria. Exxon recognizes that communication of information about the project to stakeholders is also an especially important component of a XL project. Through a series of community interviews (Appendix I), Exxon's communications consultant, Ann Green Communications, Inc., has concluded that the people of Fairmont generally read the Fairmont Times-West Virginia and/or the Morgantown Dominion-Post newspapers. WBOY-Clarksburg television station is said to provide good coverage of local issues. Civic groups can also provide a vehicle of communication and include two Rotary Clubs, several Lions Clubs, Kiwanis Club, Chamber of Commerce, and the

Business and Professional Women's Association. Updates of the technical activities and project progress/status will also be given at the meetings of the Fairmont Community Liaison Panel (currently held monthly in Fairmont). These and other communications media, including the Internet, will be considered under Project XL to communicate information about the Project to stakeholders.

5.8 Shifting Of Risk Burden

The Fairmont XL Project is consistent with Executive Order 12898. The overall goals of all the activities proposed by Exxon for the Site are to (a) eliminate any potential on-site sources of contamination where necessary and technically feasible, (b) ensure the structural and functional integrity of the existing landfill and impoundment areas, and (c) mitigate any future migration of contaminants through ground water and/or surface water, where an unacceptable risk to human health and/or the environment exists. Thus, no disproportionate environmental burdens to any of the communities surrounding the Site will occur as a result of participation in Project XL.

Exxon is committed to a high level of protection for employee and contractor safety. Exxon's long-standing concern for safety, as evidenced by the establishment of corporate safety programs in 1928 remains unchanged. Our Safety Policy recognizes the responsibility of every employee in the prevention of accidents, injuries, and occupational illnesses. Exxon's safety record ranks among the best of the best. In the United States, the petroleum industry's safety record is significantly better than that of the manufacturing industry as a whole, and Exxon ranks among the petroleum industry's top performers. As Exxon works with its contractors, Exxon encourages them to adopt the best safety practices and standards. Average lost-time incident levels for contract workers on Exxon jobs worldwide are comparable to that of Exxon employees.

6.0 ADMINISTRATIVE ORDER ON CONSENT (AOC)

Exxon signed a CERCLA AOC with EPA to conduct a Remedial Investigation/Feasibility Study (RI/FS), and Risk Assessment for the Site in September 1997. Under this AOC, Exxon committed to specific timeframes in which to submit an RI/FS Workplan. The USEPA has approved Exxon's request to submit a Workplan for only RI activities at this time. This RI Workplan was submitted to USEPA Region III and WVDEP on March 31, 1998. A revised RI Workplan was submitted to USEPA on June 17, 1998 in response to comments provided by the USEPA and WVDEP. As part of the RI Workplan, Exxon proposed a project schedule that included projected dates for submittal of the draft Risk Assessment (RA) and Feasibility Study (FS) Workplans in February 1999. This schedule must be adhered to as long as the RI/FS Order is in force and regardless of the status of the Project XL proposal. Therefore, Exxon has identified a project critical path date of November 1, 1998 for a determination by EPA of acceptance or non-acceptance of this proposal under Project XL. This will allow sufficient time for the negotiation and signing of an EE/CA Order prior to initiating preparation of the RA and FS Workplans. A provision contained in the EE/CA Order would suspend the RI/FS Order signed on September 17, 1997. The characterization and remediation of the Site would then proceed under the newly negotiated EE/CA Order. Under the EE/CA Order, the RI Work Plan would be changed to the ESIWP.

7.0 CONCLUSION

Exxon believes that its proposal for an alternative, streamlined, cost-effective strategy for the investigation, risk assessment, remedy selection and remediation of the Site will meet EPA's goals for Project XL. The Project will result in superior environmental performance compared to that performed according to current Superfund regulations and guidelines, and at a substantially lower cost and more rapid timeframe. Additionally, stakeholders will have a greater role in project development and implementation than traditionally practiced under Superfund.

REFERENCES

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(5) Roy F. Weston, Inc. "Extent of Contamination Report, Fairmont Coke Works, Fairmont, Marion Co., West Virginia", December 1995.

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(7) ICF Kaiser Engineers, Inc. "Expanded Site Investigation Work Plan for the Sharon Steel Corporation Fairmont Coke Works Site, Fairmont, WV", August, 1998.

APPENDIX I

APPENDIX II